

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

HG VORA CAPITAL MANAGEMENT,
LLC, HG VORA SPECIAL
OPPORTUNITIES MASTER FUND, LTD.,
and DOWNRIVER SERIES LP –
SEGREGATED PORTFOLIO C, on behalf
of themselves and derivatively on behalf of
PENN ENTERTAINMENT, INC.,

Plaintiffs,

-against-

PENN ENTERTAINMENT, INC., JAY
SNOWDEN, VIMLA BLACK-GUPTA,
ANUJ DHANDA, DAVID HANDLER,
MARLA KAPLOWITZ, JANE
SCACCETTI, BARBARA SHATTUCK
KOHN, RONALD NAPLES, and SAUL
REIBSTEIN

Defendants,

-and-

PENN ENTERTAINMENT, INC.,

Nominal Defendant.

Case No.: 5:25-cv-02313-CH

DEFENDANTS' MOTION TO STAY

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PENN Entertainment, Inc. (“PENN”), Jay Snowden, Vimla Black-Gupta, Anuj Dhanda, David Handler, Marla Kaplowitz, Jane, Scaccetti, Barbara Shattuck Kohn, Ronald Naples, and Saul Reibstein (collectively “Defendants,”), by and through their undersigned counsel, file this Motion to Stay seeking a stay of the litigation while the statutorily-appointed special litigation committee formed by the PENN board of directors investigates plaintiff’s derivative claims. The

reasons why the Motion to Stay should be granted are set forth in the accompanying Memorandum of Law, which is attached hereto and incorporated by reference herein.

WHEREFORE, for the reasons set forth in accompanying memorandum of law,

Defendants respectfully request that the Court grant Defendants' Motion to Stay.

Dated: May 19, 2025

By: /s/ Stacey Scrivani

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Attorneys for Defendants, Penn Entertainment Inc., Jay Snowden, Vimla Black-Gupta, Anuj Dhanda, David Handler, Marla Kaplowitz, Jane Scaccetti, Barbara Shattuck Kohn, Ronald Naples, and Saul Reibstein

CERTIFICATE OF SERVICE

I, Stacey A. Scrivani, hereby certify that I caused a true and correct copy of Defendants' Motion to Stay, Memorandum in Support thereof, and Proposed Order, to be served on Defendants as follows: upon counsel in accordance with Federal Rules of Civil Procedure 5(b).

Dated: May 19, 2025

By: /s/ Stacey Scrivani

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